

August 28, 2002

**JOINT APPLICATION OF CYPRESS
COMMUNICATIONS OPERATING COMPANY, INC.
AND INTERMEDIA COMMUNICATIONS, INC. FOR
GRANT OF AUTHORITY TO TRANSFER
TELECOMMUNICATIONS SERVICES PROVIDED TO
SHARED TENANT SERVICE CUSTOMERS AND FOR
APPROVAL OF THE CUSTOMER NOTICE LETTER**

ORDER APPROVING CUSTOMER NOTICE LETTER

This matter came before Chairman Sara Kyle, Director Pat Miller, and Director Ron Jones of the Tennessee Regulatory Authority (the "Authority"), the voting panel assigned to this docket, at the regularly scheduled Authority Conference held on August 5, 2002 for consideration of the *Joint Application* (the "Application") filed by Cypress Communications Operating Company, Inc. ("Cypress") and Intermedia Communications, Inc. ("Intermedia") (collectively the "Applicants") for approval of a customer notice letter pursuant to the provisions of Authority Rule 1220-4-2-.56(2)(d)(2).

Authority Rule 1220-4-2-.56(2)(d)(2)

Authority Rule 1220-4-2-.56(2)(d)(2) provides as follows:

(d) In the case of a transfer of a customer base between two or more telecommunications service providers, the Authority, upon petition by the acquiring telecommunications service provider, may deem that sufficient notice has been given and approval received from the affected customers when the following criteria are met:

2. A notification letter, pre-approved by the Authority, shall be mailed by U.S. First Class Postage by the telecommunications service provider being acquired to its customers describing the customer transfer and explaining that the customers' local or long distance service will be transferred to the acquiring telecommunications service provider by a certain date unless the customer selects another telecommunications service provider. This customer notification shall be mailed to the customers no less than thirty (30) days prior to the actual customer transfer. The notification letter required by the FCC may be used for the notification purposes of this part. The Authority may waive the thirty (30) day notice requirement of this part for good cause shown.

The Application

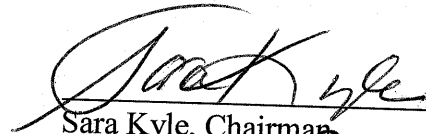
In their *Application*, which was filed on July 17, 2002, the Applicants request that the Authority grant the necessary authority to enable Intermedia to transfer to Cypress the local and long distance services provided by Intermedia to customers at shared tenant services ("STS") locations. The Applicants also request approval, pursuant to Authority Rule 1220-4-2-.56(2)(d)(2), of proposed letters notifying customers of the transfer, copies of which are attached to the *Application*. The customer notice letters are the only item related to the transaction that requires Authority approval.

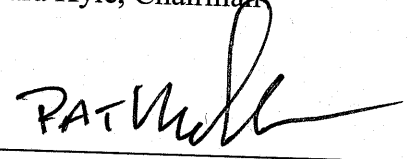
According to the *Application*, shared tenant services consist generally of a package of single-source, managed communications solutions to small and medium sized businesses that are offered on a location-specific basis to tenants in multi-tenant office buildings and complexes. Cypress proposes to acquire and operate WorldCom's existing STS operations, through an asset purchase agreement dated May 31, 2002. These operations include approximately fifty-seven (57) customers located in Nashville, Tennessee.

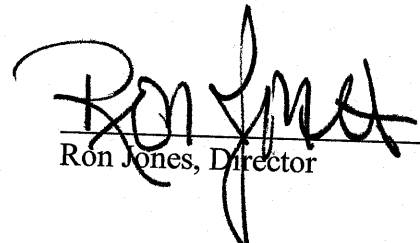
At the August 5, 2002 Authority Conference, the Directors voted unanimously to approve the customer notice letters filed as an attachment to the *Application* on July 17, 2002.

IT IS THEREFORE ORDERED THAT:

The customer notice letters proposed by Cypress Communications Operating Company, Inc. and Intermedia Communications, Inc. are approved.


Sara Kyle, Chairman


Pat Miller, Director


Ron Jones, Director